

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

J. MICHAEL CHARLES; MAURICE W.)	C. A. NO. 05-702 (SLR)
WARD, JR.; and JOSEPH I. FINK, JR., on)	(Lead Case)
behalf of themselves and all others similarly)	
situated,)	
)	
Plaintiffs,)	
)	
v.)	
)	
PEPCO HOLDINGS, INC; CONECTIV, and)	
PEPCO HOLDINGS RETIREMENT PLAN,)	
)	
Defendants.)	

RULE 7.1.1 CERTIFICATION

Pursuant to Local Rule 7.1.1, I, Scott M. Tucker, counsel for plaintiffs, certify as follows:

1. On August 27, 2007, James R. Malone, Jr. wrote to Susan Katz Hoffman, Esquire and Kay Kyungsun Yu, Esquire, counsel for defendants, concerning the defendants' assertion that judgment should be entered in their favor because plaintiffs have not marshaled sufficient evidence showing defendants anticipated that plaintiffs' rate of future benefit accrual would decline. (D.I. 102 at 8), and noting that plaintiffs were expressly precluded from pursuing this discovery because the Court entered an Order on November 14, 2007 granting defendants' motion for a protective order. (D.I. 61). Plaintiffs' counsel requested that defendants stipulate that the November 14, 2006 Order granting their motion for a protective order should be vacated, and that the disposition of defendants' motion for summary judgment be deferred pending further discovery, including full compliance with plaintiffs' outstanding document requests

and enforcement of their subpoenas to Towers Perrin and Watson Wyatt, followed by further depositions, including representatives of Towers Perrin and Watson Wyatt, as well as any other witnesses identified through this additional discovery as having personal knowledge of relevant facts.

2. Defendants have indicated that they are not prepared to agree to this relief. Specifically, by letter dated August 31, 2007, defendants offered to withdraw their argument that plaintiffs are not entitled to relief under Section 204 of ERISA absent evidence of bad faith conduct. Defendants are not, however, prepared to withdraw their argument that plaintiffs have an obligation to show that they anticipated that the relevant plan amendment would result in lower benefit accruals.

Dated: September 4, 2007

Respectfully submitted,

CHIMICLES & TIKELLIS LLP

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